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Attorneys for Defendants

ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT
 MANAGEMENT, INC.

UNITED STATES DISTRICT COURT

SOUTHERN DISTRICT OF CALIFORNIA

IN RE: MIDLAND CREDIT MANAGEMENT,
 INC., TELEPHONE CONSUMER
 PROTECTION ACT LITIGATION

Case No. 11-md-2286-MMA (MDD)

Member Cases: 10-cv-02261
 10-cv-02600
 10-cv-02368
 10-cv-02370

**MOTION FOR TIM J. VANDEN HEUVEL
 AND SONDR R. LEVINE, OF LEWIS
 BRISBOIS BISGAARD & SMITH LLP TO
 WITHDRAW AS CO-COUNSEL OF
 RECORD FOR DEFENDANTS ENCORE
 CAPITAL GROUP, INC., MIDLAND
 FUNDING, LLC; MIDLAND CREDIT
 MANAGEMENT, INC.; MEMORANDUM
 OF POINTS AND AUTHORITIES;
 DECLARATION OF COUNSEL IN
 SUPPORT THEREOF**

TO ALL INTERESTED PARTIES AND THEIR COUNSEL OF RECORD:

PLEASE TAKE NOTICE that Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC. (hereinafter collectively "Defendants") respectfully request pursuant to Local Rule Civ.L.R.83-3(g)(3) that Tim J. Vanden Heuvel and Sondra R. Levine of the law firm Lewis Brisbois Bisgaard & Smith, LLP, be permitted to withdraw as co-counsel in the present action. Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC. will continue to be represented by Attorneys Richard L. Stone and Amy Marshall Gallegos of the law firm Jenner & Block, LLP, and Attorneys William S. Boggs, Edward D. Totino, and Amanda C. Fitzsimmons of the law firm DLA Piper LLP, counsel of record in this action.

DATED: March 20, 2013

LEWIS BRISBOIS BISGAARD & SMITH LLP

By: /s/ Tim J. Vanden Heuvel
 Tim J. Vanden Heuvel
 Sondra R. Levine
 Attorneys for ENCORE CAPITAL GROUP, INC.,
 MIDLAND FUNDING, LLC; and MIDLAND
 CREDIT MANAGEMENT, INC.

MEMORANDUM OF POINTS AND AUTHORITIES

I. INTRODUCTION

Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC., by this Motion, seek an order of the Court, pursuant to Civ. L.R. 83.3(g)(3), allowing Lewis Brisbois Bisgaard & Smith LLP, and each, every and all of its attorneys, to withdraw as counsel of record for Defendants. Counsel seeks to withdraw from representation with the consent of its clients. Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC. will continue to receive adequate representation by the remaining competent attorneys representing Defendants in this action, that is, Attorneys Richard L. Stone and Amy Marshall Gallegos of the law firm Jenner & Block, LLP, and Attorneys William S. Boggs, Edward D. Totino, and Amanda C. Fitzsimmons of the law firm DLA Piper LLP, counsel of record in this action, resulting in no prejudice to Defendants.

II. GOOD CAUSE EXISTS TO ALLOW COUNSEL TO WITHDRAW

A. Clients have Consented the Withdrawal

Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC. have consented to the withdrawal.

B. Adequate Representation Remains

Richard L. Stone and Amy Marshall Gallegos of the law firm Jenner & Block, LLP, will continue to provide Defendants with adequate representation during the remainder of the litigation. The attorneys from Jenner & Block, LLP have represented Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC. from the outset of this litigation. Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC. are also represented by William S. Boggs, Edward D. Totino, and Amanda C. Fitzsimmons of the law firm DLA Piper LLP who appeared on behalf of Defendants' on November 13, 2012. DLA Piper, LLP and its attorneys William S. Boggs, Edward D. Totino, and Amanda C. Fitzsimmons

1 will continue to provide Defendants with adequate representation during the remainder of the
 2 litigation.

3 **III. A WITHDRAWAL WILL NOT CAUSE DELAY OR PREJUDICE**

4 Allowing counsel to withdraw will not cause delay in the defense of this action, nor any
 5 prejudice to Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and
 6 MIDLAND CREDIT MANAGEMENT, INC. since competent counsel remain to defend this
 7 action. This is not a situation where the client would be left without representation. As Jenner &
 8 Block, LLP has been counsel of record since the outset of the litigation, and DLA Piper LLP also
 9 concurrently represent the Defendants, the withdrawal of counsel should have no impact on the
 10 timeline of the litigation.

11 **IV. CONCLUSION**

12 For all the foregoing reasons, Defendants ENCORE CAPITAL GROUP, INC.,
 13 MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC. respectfully
 14 request that Lewis Brisbois Bisgaard & Smith LLP, and each, every and all of its attorneys, be
 15 allowed to withdraw as counsel of record for Defendants.

16
 17 DATED: March 20, 2013

LEWIS BRISBOIS BISGAARD & SMITH LLP

18
 19 By: /s/ Tim J. Vanden Heuvel

20 Tim J. Vanden Heuvel

21 Sondra R. Levine

22 Attorneys for ENCORE CAPITAL GROUP, INC.,
 23 MIDLAND FUNDING, LLC; and MIDLAND
 24 CREDIT MANAGEMENT, INC.

DECLARATION OF TIM J. VANDEN HEUVEL

I, Tim J. Vanden Heuvel, declare and state as follows:

1. I am a partner at the law firm of Lewis Brisbois Bisgaard & Smith LLP ("LBBS").

I have personal knowledge of the matters set forth below, and if called on to testify as a witness, I could and would do so competently.

2. LBBS was retained by Chartis Insurance to appear on behalf of its insured ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC. in the present TCPA action, Case No. 11-md-2286-MMA (MDD).

3. LBBS filed a Notice of Association of Counsel on July 13, 2012. [See Docket Entry 24]. Prior to, and since LBBS appeared as co-counsel for Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC., Defendants were represented in this action by Richard L. Stone and Amy Marshall Gallegos of the law firm Jenner & Block, LLP.

4. On or about November 13, 2012 attorneys William S. Boggs, Edward D. Totino, and Amanda C. Fitzsimmons of the law firm DLA Piper LLP filed a Notice of Appearance on behalf of Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC. [See Docket Entries 33, 34, and 35].

5. LBBS' withdraw as counsel will not affect the representation of Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC., who will still be represented by Richard L. Stone and Amy Marshall Gallegos of the law firm Jenner & Block, LLP, and William S. Boggs, Edward D. Totino, and Amanda C. Fitzsimmons of the law firm DLA Piper LLP.

6. Defendants ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; and MIDLAND CREDIT MANAGEMENT, INC., consent to the withdraw of attorneys Tim J. Vanden Heuvel and Sondra R. Levine, and the law firm of Lewis Brisbois Bisgaard & Smith LLP as co-counsel of records in this matter.

EXHIBIT “A”

FEDERAL COURT PROOF OF SERVICE

In Re: Midland Credit Management, Inc., Telephone Consumer Protection Act Litigation
U.S.D.C. Southern District Case No. 3:11-md-2286-MMA (MDD)

STATE OF CALIFORNIA, COUNTY OF SAN DIEGO

At the time of service, I was over 18 years of age and not a party to the action. My business address is 701 B Street, Suite 1900, San Diego, CA 92101. I am employed in the office of a member of the bar of this Court at whose direction the service was made.

On March 20, 2013, I served the following document(s):

MOTION FOR TIM J. VANDEN HEUVEL AND SONDRAR. LEVINE, OF LEWIS BRISBOIS BISGAARD & SMITH LLP TO WITHDRAW AS CO-COUNSEL OF RECORD FOR DEFENDANTS ENCORE CAPITAL GROUP, INC., MIDLAND FUNDING, LLC; MIDLAND CREDIT MANAGEMENT, INC.; MEMORANDUM OF POINTS AND AUTHORITIES; DECLARATION OF COUNSEL IN SUPPORT THEREOF

I served the documents on the following persons at the following addresses (including fax numbers and e-mail addresses, if applicable):

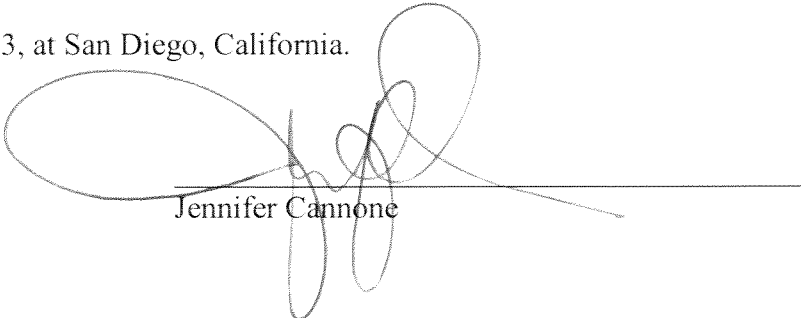
Abbas Kazerounian ak@kazlg.com, abbas.kazerooni@gmail.com
Alexander H. Burke ABurke@BurkeLawLLC.com, alburke@gmail.com
Amanda Catherine Fitzsimmons amanda.fitzsimmons@dlapiper.com, sue.walls@dlapiper.com
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jschneider@jenner.com, malfaro@jenner.com, mreyes@jenner.com, rstone@jenner.com
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William S Boggs william.boggs@dlapiper.com, bonnie.lott@dlapiper.com,
catherine.orth@dlapiper.com

1 The documents were served by the following means:

2 ☒ (BY COURT'S CM/ECF SYSTEM) Pursuant to Local Rule, I electronically filed the
3 documents with the Clerk of the Court using the CM/ECF system, which sent notification of
4 that filing to the persons listed above.

5 I declare under penalty of perjury under the laws of the State of CALIFORNIA that the
6 foregoing is true and correct.

7 Executed on March 20, 2013, at San Diego, California.

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9 Jennifer Cannone
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